

VIRTUS GLOBAL DIVIDEND & INCOME FUND INC.  
Form N-PX  
August 23, 2018

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

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FORM N-PX

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ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED  
MANAGEMENT INVESTMENT COMPANY

Investment Company Act File Number: 811-05620

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VIRTUS GLOBAL DIVIDEND & INCOME FUND INC.  
(exact name of registrant as specified in charter)

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101 Munson Street, Greenfield, MA 01301  
(Address of principal executive offices)

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William Renahan, Esq., Virtus Investment Partners, Inc. 100 Pearl Street,  
Hartford, CT 06103  
(Name and Address of agent for service)

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Registrant's telephone number, including area code: 800-243-1574

Date of Fiscal Year End: 11/30

Date of Reporting Period: 07/01/2017 - 06/30/2018

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\*\*\*\*\* FORM N-Px REPORT \*\*\*\*\*

ICA File Number: 811-05620  
Reporting Period: 07/01/2017 - 06/30/2018  
Virtus Global Dividend & Income Fund Inc.

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===== Virtus Global Dividend & Income Fund Inc. =====

ABB LTD.

Ticker: ABBN Security ID: H0010V101  
 Meeting Date: MAR 29, 2018 Meeting Type: Annual  
 Record Date:

| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|------|---|---------|-----------|------------|
| 1    | Accept Financial Statements and Statutory Reports                                   | For     | For       | Management |
| 2    | Approve Remuneration Report (Non-Binding)   | For     | Against   | Management |
| 3    | Approve Discharge of Board and Senior Management                                    | For     | For       | Management |
| 4    | Approve Allocation of Income and Dividends of CHF 0.78 per Share                    | For     | For       | Management |
| 5.1  | Amend Corporate Purpose   | For     | For       | Management |
| 5.2  | Amend Articles Re: Cancellation of Transitional Provisions                          | For     | For       | Management |
| 6.1  | Approve Maximum Remuneration of Board of Directors in the Amount of CHF 4.7 Million | For     | For       | Management |
| 6.2  | Approve Maximum Remuneration of Executive Committee in the Amount of CHF 52 Million | For     | For       | Management |
| 7.1  | Reelect Matti Alahuhta as Director  | For     | For       | Management |
| 7.2  | Elect Gunnar Brock as Director  | For     | For       | Management |
| 7.3  | Reelect David Constable as Director   | For     | For       | Management |
| 7.4  | Reelect Frederico Curado as Director  | For     | For       | Management |
| 7.5  | Reelect Lars Foerberg as Director   | For     | For       | Management |
| 7.6  | Elect Jennifer Xin-Zhe Li as Director   | For     | For       | Management |
| 7.7  | Elect Geraldine Matchett as Director  | For     | For       | Management |
| 7.8  | Reelect David Meline as Director  | For     | For       | Management |
| 7.9  | Reelect Satish Pai as Director  | For     | For       | Management |
| 7.10 | Reelect Jacob Wallenberg as Director  | For     | For       | Management |
| 7.11 | Reelect Peter Voser as Director and Board Chairman                                  | For     | For       | Management |
| 8.1  | Appoint David Constable as Member of the Compensation Committee                     | For     | For       | Management |
| 8.2  | Appoint Frederico Curado as Member of the Compensation Committee                    | For     | For       | Management |
| 8.3  | Appoint Jennifer Xin-Zhe Li as Member of the Compensation Committee                 | For     | For       | Management |
| 9    | Designate Hans Zehnder as Independent Proxy   | For     | For       | Management |
| 10   | Ratify KPMG AG as Auditors  | For     | For       | Management |
| 11   | Transact Other Business (Voting)  | For     | Against   | Management |

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 ALTRIA GROUP, INC.

Ticker: MO Security ID: 02209S103  
 Meeting Date: MAY 17, 2018 Meeting Type: Annual  
 Record Date: MAR 26, 2018

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|
|---|----------|---------|-----------|---------|

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|      |   |         |         |             |
|------|---|---------|---------|-------------|
| 1.1  | Elect Director John T. Casteen, III                               | For     | For     | Management  |
| 1.2  | Elect Director Dinyar S. Devitre                                  | For     | For     | Management  |
| 1.3  | Elect Director Thomas F. Farrell, II                              | For     | For     | Management  |
| 1.4  | Elect Director Debra J. Kelly-Ennis                               | For     | For     | Management  |
| 1.5  | Elect Director W. Leo Kiely, III                                  | For     | For     | Management  |
| 1.6  | Elect Director Kathryn B. McQuade                                 | For     | For     | Management  |
| 1.7  | Elect Director George Munoz                                       | For     | For     | Management  |
| 1.8  | Elect Director Mark E. Newman                                     | For     | For     | Management  |
| 1.9  | Elect Director Nabil Y. Sakkab                                    | For     | For     | Management  |
| 1.10 | Elect Director Virginia E. Shanks                                 | For     | For     | Management  |
| 1.11 | Elect Director Howard A. Willard, III                             | For     | For     | Management  |
| 2    | Ratify PricewaterhouseCoopers LLP as<br>Auditors                  | For     | For     | Management  |
| 3    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For     | Management  |
| 4    | Reduce Nicotine Levels in Tobacco<br>Products                     | Against | Against | Shareholder |

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### ANALOG DEVICES, INC.

Ticker: ADI Security ID: 032654105  
 Meeting Date: MAR 14, 2018 Meeting Type: Annual  
 Record Date: JAN 08, 2018

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|----|---|---------|-----------|------------|
| 1a | Elect Director Ray Stata  | For     | For       | Management |
| 1b | Elect Director Vincent Roche                                      | For     | For       | Management |
| 1c | Elect Director James A. Champy                                    | For     | For       | Management |
| 1d | Elect Director Bruce R. Evans                                     | For     | For       | Management |
| 1e | Elect Director Edward H. Frank                                    | For     | For       | Management |
| 1f | Elect Director Mark M. Little                                     | For     | For       | Management |
| 1g | Elect Director Neil Novich  | For     | For       | Management |
| 1h | Elect Director Kenton J. Sicchitano                               | For     | For       | Management |
| 1i | Elect Director Lisa T. Su   | For     | For       | Management |
| 2  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management |
| 3  | Ratify Ernst & Young LLP as Auditors                              | For     | For       | Management |

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### ASTRAZENECA PLC

Ticker: AZN Security ID: 046353108  
 Meeting Date: MAY 18, 2018 Meeting Type: Annual  
 Record Date: APR 06, 2018

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1  | Accept Financial Statements and<br>Statutory Reports | For     | For       | Management |
| 2  | Approve Dividends                                    | For     | For       | Management |
| 3  | Reappoint PricewaterhouseCoopers LLP<br>as Auditors  | For     | For       | Management |
| 4  | Authorise Board to Fix Remuneration of<br>Auditors   | For     | For       | Management |
| 5a | Re-elect Leif Johansson as Director                  | For     | For       | Management |
| 5b | Re-elect Pascal Soriot as Director                   | For     | For       | Management |
| 5c | Re-elect Marc Dunoyer as Director                    | For     | For       | Management |
| 5d | Re-elect Genevieve Berger as Director                | For     | For       | Management |

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|    |  |     |         |            |
|----|--|-----|---------|------------|
| 5e | Re-elect Philip Broadley as Director   | For | For     | Management |
| 5f | Re-elect Graham Chipchase as Director  | For | For     | Management |
| 5g | Elect Deborah DiSanzo as Director  | For | For     | Management |
| 5h | Re-elect Rudy Markham as Director  | For | For     | Management |
| 5i | Elect Sheri McCoy as Director  | For | For     | Management |
| 5j | Elect Nazneen Rahman as Director   | For | For     | Management |
| 5k | Re-elect Shriti Vadera as Director   | For | For     | Management |
| 5l | Re-elect Marcus Wallenberg as Director   | For | For     | Management |
| 6  | Approve Remuneration Report  | For | Against | Management |
| 7  | Approve EU Political Donations and Expenditure   | For | For     | Management |
| 8  | Authorise Issue of Equity with Pre-emptive Rights  | For | For     | Management |
| 9  | Authorise Issue of Equity without Pre-emptive Rights   | For | For     | Management |
| 10 | Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment | For | For     | Management |
| 11 | Authorise Market Purchase of Ordinary Shares   | For | For     | Management |
| 12 | Authorise the Company to Call General Meeting with Two Weeks' Notice   | For | For     | Management |
| 13 | Adopt New Articles of Association  | For | For     | Management |

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AT&T INC.

Ticker: T Security ID: 00206R102  
 Meeting Date: APR 27, 2018 Meeting Type: Annual  
 Record Date: FEB 27, 2018

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|------|--|---------|-----------|-------------|
| 1.1  | Elect Director Randall L. Stephenson                           | For     | For       | Management  |
| 1.2  | Elect Director Samuel A. Di Piazza, Jr.                        | For     | For       | Management  |
| 1.3  | Elect Director Richard W. Fisher                               | For     | For       | Management  |
| 1.4  | Elect Director Scott T. Ford                                   | For     | For       | Management  |
| 1.5  | Elect Director Glenn H. Hutchins                               | For     | For       | Management  |
| 1.6  | Elect Director William E. Kennard                              | For     | For       | Management  |
| 1.7  | Elect Director Michael B. McCallister                          | For     | For       | Management  |
| 1.8  | Elect Director Beth E. Mooney                                  | For     | For       | Management  |
| 1.9  | Elect Director Joyce M. Roche                                  | For     | For       | Management  |
| 1.10 | Elect Director Matthew K. Rose                                 | For     | For       | Management  |
| 1.11 | Elect Director Cynthia B. Taylor                               | For     | For       | Management  |
| 1.12 | Elect Director Laura D'Andrea Tyson                            | For     | For       | Management  |
| 1.13 | Elect Director Geoffrey Y. Yang                                | For     | For       | Management  |
| 2    | Ratify Ernst & Young LLP as Auditors                           | For     | For       | Management  |
| 3    | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management  |
| 4    | Amend Stock Purchase and Deferral Plan                         | For     | For       | Management  |
| 5    | Approve Omnibus Stock Plan                                     | For     | For       | Management  |
| 6    | Report on Lobbying Payments and Policy                         | Against | For       | Shareholder |
| 7    | Amend Proxy Access Right                                       | Against | For       | Shareholder |
| 8    | Require Independent Board Chairman                             | Against | For       | Shareholder |
| 9    | Provide Right to Act by Written Consent                        | Against | For       | Shareholder |

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BANK OF HAWAII CORPORATION

## Edgar Filing: VIRTUS GLOBAL DIVIDEND & INCOME FUND INC. - Form N-PX

Ticker: BOH Security ID: 062540109  
 Meeting Date: APR 27, 2018 Meeting Type: Annual  
 Record Date: FEB 28, 2018

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|------|--|---------|-----------|------------|
| 1.1  | Elect Director S. Haunani Apoliona                             | For     | For       | Management |
| 1.2  | Elect Director Mary G. F. Bitterman                            | For     | For       | Management |
| 1.3  | Elect Director Mark A. Burak                                   | For     | For       | Management |
| 1.4  | Elect Director Clinton R. Churchill                            | For     | For       | Management |
| 1.5  | Elect Director Peter S. Ho                                     | For     | For       | Management |
| 1.6  | Elect Director Robert Huret                                    | For     | For       | Management |
| 1.7  | Elect Director Kent T. Lucien                                  | For     | For       | Management |
| 1.8  | Elect Director Alicia E. Moy                                   | For     | For       | Management |
| 1.9  | Elect Director Victor K. Nichols                               | For     | For       | Management |
| 1.10 | Elect Director Barbara J. Tanabe                               | For     | For       | Management |
| 1.11 | Elect Director Raymond P. Vara, Jr.                            | For     | For       | Management |
| 1.12 | Elect Director Robert W. Wo                                    | For     | For       | Management |
| 2    | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management |
| 3    | Ratify Ernst & Young LLP as Auditors                           | For     | For       | Management |

### BASF SE

Ticker: BAS Security ID: 055262505  
 Meeting Date: MAY 04, 2018 Meeting Type: Annual  
 Record Date: MAR 27, 2018

| # | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|---|---|---------|-----------|------------|
| 1 | Receive Financial Statements and Statutory Reports for Fiscal 2017 (Non-Voting) | None    | None      | Management |
| 2 | Approve Allocation of Income and Dividends of EUR 3.10 per Share                | For     | For       | Management |
| 3 | Approve Discharge of Supervisory Board for Fiscal 2017                          | For     | For       | Management |
| 4 | Approve Discharge of Management Board for Fiscal 2017                           | For     | For       | Management |
| 5 | Ratify KPMG AG as Auditors for Fiscal 2018                                      | For     | For       | Management |
| 6 | Approve Remuneration System for Management Board Members                        | For     | For       | Management |

### BCE INC.

Ticker: BCE Security ID: 05534B760  
 Meeting Date: MAY 03, 2018 Meeting Type: Annual  
 Record Date: MAR 19, 2018

| #   | Proposal                        | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Barry K. Allen   | For     | For       | Management |
| 1.2 | Elect Director Sophie Brochu    | For     | For       | Management |
| 1.3 | Elect Director Robert E. Brown  | For     | For       | Management |
| 1.4 | Elect Director George A. Cope   | For     | For       | Management |
| 1.5 | Elect Director David F. Denison | For     | For       | Management |
| 1.6 | Elect Director Robert P. Dexter | For     | For       | Management |

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|      |  |         |         |             |
|------|--|---------|---------|-------------|
| 1.7  | Elect Director Ian Greenberg   | For     | For     | Management  |
| 1.8  | Elect Director Katherine Lee   | For     | For     | Management  |
| 1.9  | Elect Director Monique F. Leroux   | For     | For     | Management  |
| 1.10 | Elect Director Gordon M. Nixon   | For     | For     | Management  |
| 1.11 | Elect Director Calin Rovinescu   | For     | For     | Management  |
| 1.12 | Elect Director Karen Sheriff   | For     | For     | Management  |
| 1.13 | Elect Director Robert C. Simmonds  | For     | For     | Management  |
| 1.14 | Elect Director Paul R. Weiss   | For     | For     | Management  |
| 2    | Ratify Deloitte LLP as Auditors  | For     | For     | Management  |
| 3    | Advisory Vote on Executive Compensation Approach                                       | For     | For     | Management  |
| 4    | SP 1: Cease the Use of Comparisons to Determine the Compensation of Board of Directors | Against | Against | Shareholder |

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### BRITISH AMERICAN TOBACCO PLC

Ticker:           BATS                   Security ID: 110448107  
Meeting Date: APR 25, 2018   Meeting Type: Annual  
Record Date: MAR 15, 2018

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1  | Accept Financial Statements and Statutory Reports                    | For     | For       | Management |
| 2  | Approve Remuneration Report  | For     | For       | Management |
| 3  | Reappoint KPMG LLP as Auditors                                       | For     | For       | Management |
| 4  | Authorise the Audit Committee to Fix Remuneration of Auditors        | For     | For       | Management |
| 5  | Re-elect Richard Burrows as Director                                 | For     | For       | Management |
| 6  | Re-elect Nicandro Durante as Director                                | For     | For       | Management |
| 7  | Re-elect Sue Farr as Director  | For     | For       | Management |
| 8  | Re-elect Dr Marion Helmes as Director                                | For     | Against   | Management |
| 9  | Re-elect Savio Kwan as Director                                      | For     | For       | Management |
| 10 | Re-elect Dimitri Panayotopoulos as Director                          | For     | For       | Management |
| 11 | Re-elect Kieran Poynter as Director                                  | For     | For       | Management |
| 12 | Re-elect Ben Stevens as Director                                     | For     | For       | Management |
| 13 | Elect Luc Jobin as Director  | For     | For       | Management |
| 14 | Elect Holly Koepfel as Director                                      | For     | For       | Management |
| 15 | Elect Lionel Nowell, III as Director                                 | For     | For       | Management |
| 16 | Authorise Issue of Equity with Pre-emptive Rights                    | For     | For       | Management |
| 17 | Authorise Issue of Equity without Pre-emptive Rights                 | For     | For       | Management |
| 18 | Authorise Market Purchase of Ordinary Shares                         | For     | For       | Management |
| 19 | Authorise EU Political Donations and Expenditure                     | For     | For       | Management |
| 20 | Authorise the Company to Call General Meeting with Two Weeks' Notice | For     | For       | Management |

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### CROWN CASTLE INTERNATIONAL CORP.

Ticker:           CCI                   Security ID: 22822V101  
Meeting Date: MAY 17, 2018   Meeting Type: Annual  
Record Date: MAR 23, 2018

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| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1a | Elect Director P. Robert Bartolo                               | For     | For       | Management |
| 1b | Elect Director Jay A. Brown                                    | For     | For       | Management |
| 1c | Elect Director Cindy Christy                                   | For     | For       | Management |
| 1d | Elect Director Ari Q. Fitzgerald                               | For     | For       | Management |
| 1e | Elect Director Robert E. Garrison, II                          | For     | For       | Management |
| 1f | Elect Director Andrea J. Goldsmith                             | For     | For       | Management |
| 1g | Elect Director Lee W. Hogan                                    | For     | For       | Management |
| 1h | Elect Director Edward C. Hutcheson, Jr.                        | For     | For       | Management |
| 1i | Elect Director J. Landis Martin                                | For     | For       | Management |
| 1j | Elect Director Robert F. McKenzie                              | For     | For       | Management |
| 1k | Elect Director Anthony J. Melone                               | For     | For       | Management |
| 1l | Elect Director W. Benjamin Moreland                            | For     | For       | Management |
| 2  | Ratify PricewaterhouseCoopers LLP as Auditors                  | For     | For       | Management |
| 3  | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management |

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DEUTSCHE POST AG

Ticker: DPW Security ID: D19225107  
 Meeting Date: APR 24, 2018 Meeting Type: Annual  
 Record Date:

| #   | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|-----|--|---------|-----------|------------|
| 1   | Receive Financial Statements and Statutory Reports for Fiscal 2017 (Non-Voting)  | None    | None      | Management |
| 2   | Approve Allocation of Income and Dividends of EUR 1.15 per Share   | For     | For       | Management |
| 3   | Approve Discharge of Management Board for Fiscal 2017  | For     | For       | Management |
| 4   | Approve Discharge of Supervisory Board for Fiscal 2017   | For     | For       | Management |
| 5   | Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal 2018   | For     | For       | Management |
| 6   | Approve Stock Option Plan for Key Employees; Approve Creation of EUR 12 Million Pool of Conditional Capital to Guarantee Conversion Rights   | For     | For       | Management |
| 7   | Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of EUR 1.5 Billion; Approve Creation of EUR 33 Million Pool of Capital to Guarantee Conversion Rights | For     | For       | Management |
| 8   | Approve Remuneration System for Management Board Members   | For     | For       | Management |
| 9.1 | Elect Guenther Braeunig to the Supervisory Board   | For     | For       | Management |
| 9.2 | Elect Mario Daberkow to the Supervisory Board  | For     | For       | Management |

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DUKE ENERGY CORPORATION

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Ticker: DUK Security ID: 26441C204  
 Meeting Date: MAY 03, 2018 Meeting Type: Annual  
 Record Date: MAR 09, 2018

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|------|--|---------|-----------|-------------|
| 1.1  | Elect Director Michael G. Browning                             | For     | For       | Management  |
| 1.2  | Elect Director Theodore F. Craver, Jr.                         | For     | For       | Management  |
| 1.3  | Elect Director Robert M. Davis                                 | For     | For       | Management  |
| 1.4  | Elect Director Daniel R. DiMicco                               | For     | For       | Management  |
| 1.5  | Elect Director John H. Forsgren                                | For     | For       | Management  |
| 1.6  | Elect Director Lynn J. Good                                    | For     | For       | Management  |
| 1.7  | Elect Director John T. Herron                                  | For     | For       | Management  |
| 1.8  | Elect Director James B. Hyler, Jr.                             | For     | For       | Management  |
| 1.9  | Elect Director William E. Kennard                              | For     | For       | Management  |
| 1.10 | Elect Director E. Marie McKee                                  | For     | For       | Management  |
| 1.11 | Elect Director Charles W. Moorman, IV                          | For     | For       | Management  |
| 1.12 | Elect Director Carlos A. Saladrigas                            | For     | For       | Management  |
| 1.13 | Elect Director Thomas E. Skains                                | For     | For       | Management  |
| 1.14 | Elect Director William E. Webster, Jr.                         | For     | For       | Management  |
| 2    | Ratify Deloitte & Touche LLP as Auditors                       | For     | For       | Management  |
| 3    | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management  |
| 4    | Eliminate Supermajority Vote Requirement                       | For     | For       | Management  |
| 5    | Report on Benefits of Lobbying                                 | Against | For       | Shareholder |

### FORTIS INC.

Ticker: FTS Security ID: 349553107  
 Meeting Date: MAY 03, 2018 Meeting Type: Annual  
 Record Date: MAR 16, 2018

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|------|--|---------|-----------|------------|
| 1.1  | Elect Director Tracey C. Ball  | For     | For       | Management |
| 1.2  | Elect Director Pierre J. Blouin  | For     | For       | Management |
| 1.3  | Elect Director Paul J. Bonavia   | For     | For       | Management |
| 1.4  | Elect Director Lawrence T. Borgard   | For     | For       | Management |
| 1.5  | Elect Director Maura J. Clark  | For     | For       | Management |
| 1.6  | Elect Director Margarita K. Dilley   | For     | For       | Management |
| 1.7  | Elect Director Julie A. Dobson   | For     | For       | Management |
| 1.8  | Elect Director Ida J. Goodreau   | For     | For       | Management |
| 1.9  | Elect Director Douglas J. Haughey  | For     | For       | Management |
| 1.10 | Elect Director Barry V. Perry  | For     | For       | Management |
| 1.11 | Elect Director Joseph L. Welch   | For     | For       | Management |
| 1.12 | Elect Director Jo Mark Zurel   | For     | For       | Management |
| 2    | Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration | For     | For       | Management |
| 3    | Advisory Vote on Executive Compensation Approach                               | For     | For       | Management |

### GLAXOSMITHKLINE PLC

Ticker: GSK Security ID: 37733W105



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Meeting Date: MAY 03, 2018 Meeting Type: Annual

Record Date: MAR 23, 2018

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|----|---|---------|-----------|------------|
| 1  | Accept Financial Statements and Statutory Reports   | For     | For       | Management |
| 2  | Approve Remuneration Report   | For     | For       | Management |
| 3  | Elect Dr Hal Barron as Director   | For     | For       | Management |
| 4  | Elect Dr Laurie Glimcher as Director  | For     | For       | Management |
| 5  | Re-elect Philip Hampton as Director   | For     | For       | Management |
| 6  | Re-elect Emma Walmsley as Director  | For     | For       | Management |
| 7  | Re-elect Vindi Banga as Director  | For     | For       | Management |
| 8  | Re-elect Dr Vivienne Cox as Director  | For     | For       | Management |
| 9  | Re-elect Simon Dingemans as Director  | For     | For       | Management |
| 10 | Re-elect Lynn Elsenhans as Director   | For     | For       | Management |
| 11 | Re-elect Dr Jesse Goodman as Director   | For     | For       | Management |
| 12 | Re-elect Judy Lewent as Director  | For     | For       | Management |
| 13 | Re-elect Urs Rohner as Director   | For     | For       | Management |
| 14 | Appoint Deloitte LLP as Auditors  | For     | For       | Management |
| 15 | Authorise the Audit & Risk Committee to Fix Remuneration of Auditors  | For     | For       | Management |
| 16 | Authorise EU Political Donations and Expenditure  | For     | For       | Management |
| 17 | Authorise Issue of Equity with Pre-emptive Rights   | For     | For       | Management |
| 18 | Authorise Issue of Equity without Pre-emptive Rights  | For     | For       | Management |
| 19 | Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment            | For     | For       | Management |
| 20 | Authorise Market Purchase of Ordinary Shares  | For     | For       | Management |
| 21 | Approve the Exemption from Statement of the Name of the Senior Statutory Auditor in Published Copies of the Auditors' Reports | For     | For       | Management |
| 22 | Authorise the Company to Call General Meeting with Two Weeks' Notice  | For     | For       | Management |
| 23 | Adopt New Articles of Association   | For     | For       | Management |

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GLAXOSMITHKLINE PLC

Ticker: GSK Security ID: G3910J112

Meeting Date: MAY 03, 2018 Meeting Type: Annual

Record Date: MAY 01, 2018

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|----|---|---------|-----------|------------|
| 1  | Accept Financial Statements and Statutory Reports | For     | For       | Management |
| 2  | Approve Remuneration Report                       | For     | For       | Management |
| 3  | Elect Dr Hal Barron as Director                   | For     | For       | Management |
| 4  | Elect Dr Laurie Glimcher as Director              | For     | For       | Management |
| 5  | Re-elect Philip Hampton as Director               | For     | For       | Management |
| 6  | Re-elect Emma Walmsley as Director                | For     | For       | Management |
| 7  | Re-elect Vindi Banga as Director                  | For     | For       | Management |
| 8  | Re-elect Dr Vivienne Cox as Director              | For     | For       | Management |
| 9  | Re-elect Simon Dingemans as Director              | For     | For       | Management |
| 10 | Re-elect Lynn Elsenhans as Director               | For     | For       | Management |

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|    |   |     |     |            |
|----|---|-----|-----|------------|
| 11 | Re-elect Dr Jesse Goodman as Director   | For | For | Management |
| 12 | Re-elect Judy Lewent as Director  | For | For | Management |
| 13 | Re-elect Urs Rohner as Director   | For | For | Management |
| 14 | Appoint Deloitte LLP as Auditors  | For | For | Management |
| 15 | Authorise the Audit & Risk Committee to Fix Remuneration of Auditors  | For | For | Management |
| 16 | Authorise EU Political Donations and Expenditure  | For | For | Management |
| 17 | Authorise Issue of Equity with Pre-emptive Rights   | For | For | Management |
| 18 | Authorise Issue of Equity without Pre-emptive Rights  | For | For | Management |
| 19 | Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment            | For | For | Management |
| 20 | Authorise Market Purchase of Ordinary Shares  | For | For | Management |
| 21 | Approve the Exemption from Statement of the Name of the Senior Statutory Auditor in Published Copies of the Auditors' Reports | For | For | Management |
| 22 | Authorise the Company to Call General Meeting with Two Weeks' Notice  | For | For | Management |
| 23 | Adopt New Articles of Association   | For | For | Management |

### GLAXOSMITHKLINE PLC

Ticker: GSK Security ID: G3910J112  
 Meeting Date: MAY 03, 2018 Meeting Type: Special  
 Record Date: MAY 01, 2018

| # | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|---|---|---------|-----------|------------|
| 1 | Approve the Buyout of Novartis' Interest in GlaxoSmithKline Consumer Healthcare Holdings Limited for the Purposes of Chapter 11 of the Listing Rules of the Financial Conduct Authority | For     | For       | Management |

### GLAXOSMITHKLINE PLC

Ticker: GSK Security ID: 37733W105  
 Meeting Date: MAY 03, 2018 Meeting Type: Special  
 Record Date: APR 09, 2018

| # | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|---|---|---------|-----------|------------|
| 1 | Approve the Buyout of Novartis' Interest in GlaxoSmithKline Consumer Healthcare Holdings Limited for the Purposes of Chapter 11 of the Listing Rules of the Financial Conduct Authority | For     | For       | Management |

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HSBC HOLDINGS PLC

Ticker: HSBA Security ID: G4634U169  
 Meeting Date: APR 20, 2018 Meeting Type: Annual  
 Record Date: APR 19, 2018

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|------|--|---------|-----------|------------|
| 1    | Accept Financial Statements and Statutory Reports  | For     | For       | Management |
| 2    | Approve Remuneration Report  | For     | For       | Management |
| 3(a) | Elect Mark Tucker as Director  | For     | For       | Management |
| 3(b) | Elect John Flint as Director   | For     | For       | Management |
| 3(c) | Re-elect Kathleen Casey as Director  | For     | For       | Management |
| 3(d) | Re-elect Laura Cha as Director   | For     | For       | Management |
| 3(e) | Re-elect Henri de Castries as Director   | For     | For       | Management |
| 3(f) | Re-elect Lord Evans of Weardale as Director  | For     | For       | Management |
| 3(g) | Re-elect Irene Lee as Director   | For     | For       | Management |
| 3(h) | Re-elect Iain Mackay as Director   | For     | For       | Management |
| 3(i) | Re-elect Heidi Miller as Director  | For     | For       | Management |
| 3(j) | Re-elect Marc Moses as Director  | For     | For       | Management |
| 3(k) | Re-elect David Nish as Director  | For     | For       | Management |
| 3(l) | Re-elect Jonathan Symonds as Director  | For     | For       | Management |
| 3(m) | Re-elect Jackson Tai as Director   | For     | For       | Management |
| 3(n) | Re-elect Pauline van der Meer Mohr as Director   | For     | For       | Management |
| 4    | Reappoint PricewaterhouseCoopers LLP as Auditors   | For     | For       | Management |
| 5    | Authorise the Group Audit Committee to Fix Remuneration of Auditors  | For     | For       | Management |
| 6    | Authorise EU Political Donations and Expenditure   | For     | For       | Management |
| 7    | Authorise Issue of Equity with Pre-emptive Rights  | For     | For       | Management |
| 8    | Authorise Issue of Equity without Pre-emptive Rights   | For     | For       | Management |
| 9    | Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment | For     | For       | Management |
| 10   | Authorise Directors to Allot Any Repurchased Shares  | For     | For       | Management |
| 11   | Authorise Market Purchase of Ordinary Shares   | For     | For       | Management |
| 12   | Authorise Issue of Equity in Relation to Contingent Convertible Securities   | For     | For       | Management |
| 13   | Authorise Issue of Equity without Pre-emptive Rights in Relation to Contingent Convertible Securities              | For     | For       | Management |
| 14   | Approve Scrip Dividend Alternative   | For     | For       | Management |
| 15   | Adopt New Articles of Association  | For     | For       | Management |
| 16   | Authorise the Company to Call General Meeting with Two Weeks' Notice   | For     | For       | Management |

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 HSBC HOLDINGS PLC

Ticker: HSBA Security ID: 404280406  
 Meeting Date: APR 20, 2018 Meeting Type: Annual

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Record Date: MAR 13, 2018

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|------|--|---------|-----------|------------|
| 1    | Accept Financial Statements and Statutory Reports  | For     | For       | Management |
| 2    | Approve Remuneration Report  | For     | For       | Management |
| 3(a) | Elect Mark Tucker as Director  | For     | For       | Management |
| 3(b) | Elect John Flint as Director   | For     | For       | Management |
| 3(c) | Re-elect Kathleen Casey as Director  | For     | For       | Management |
| 3(d) | Re-elect Laura Cha as Director   | For     | For       | Management |
| 3(e) | Re-elect Henri de Castries as Director   | For     | For       | Management |
| 3(f) | Re-elect Lord Evans of Weardale as Director  | For     | For       | Management |
| 3(g) | Re-elect Irene Lee as Director   | For     | For       | Management |
| 3(h) | Re-elect Iain Mackay as Director   | For     | For       | Management |
| 3(i) | Re-elect Heidi Miller as Director  | For     | For       | Management |
| 3(j) | Re-elect Marc Moses as Director  | For     | For       | Management |
| 3(k) | Re-elect David Nish as Director  | For     | For       | Management |
| 3(l) | Re-elect Jonathan Symonds as Director  | For     | For       | Management |
| 3(m) | Re-elect Jackson Tai as Director   | For     | For       | Management |
| 3(n) | Re-elect Pauline van der Meer Mohr as Director   | For     | For       | Management |
| 4    | Reappoint PricewaterhouseCoopers LLP as Auditors   | For     | For       | Management |
| 5    | Authorise the Group Audit Committee to Fix Remuneration of Auditors  | For     | For       | Management |
| 6    | Authorise EU Political Donations and Expenditure   | For     | For       | Management |
| 7    | Authorise Issue of Equity with Pre-emptive Rights  | For     | For       | Management |
| 8    | Authorise Issue of Equity without Pre-emptive Rights   | For     | For       | Management |
| 9    | Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment | For     | For       | Management |
| 10   | Authorise Directors to Allot Any Repurchased Shares  | For     | For       | Management |
| 11   | Authorise Market Purchase of Ordinary Shares   | For     | For       | Management |
| 12   | Authorise Issue of Equity in Relation to Contingent Convertible Securities   | For     | For       | Management |
| 13   | Authorise Issue of Equity without Pre-emptive Rights in Relation to Contingent Convertible Securities              | For     | For       | Management |
| 14   | Approve Scrip Dividend Alternative   | For     | For       | Management |
| 15   | Adopt New Articles of Association  | For     | For       | Management |
| 16   | Authorise the Company to Call General Meeting with Two Weeks' Notice   | For     | For       | Management |

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 IMPERIAL BRANDS PLC

Ticker:           IMB                           Security ID: G4721W102  
 Meeting Date: FEB 07, 2018   Meeting Type: Annual  
 Record Date: FEB 05, 2018

| # | Proposal  | Mgt Rec | Vote Cast    | Sponsor    |
|---|---|---------|--------------|------------|
| 1 | Accept Financial Statements and Statutory Reports | For     | Did Not Vote | Management |

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|    |  |     |                         |
|----|--|-----|-------------------------|
| 2  | Approve Remuneration Report  | For | Did Not Vote Management |
| 3  | Approve Remuneration Policy  | For | Did Not Vote Management |
| 4  | Approve Final Dividend   | For | Did Not Vote Management |
| 5  | Re-elect Alison Cooper as Director                                   | For | Did Not Vote Management |
| 6  | Re-elect Therese Esperdy as Director                                 | For | Did Not Vote Management |
| 7  | Re-elect David Haines as Director                                    | For | Did Not Vote Management |
| 8  | Elect Simon Langelier as Director                                    | For | Did Not Vote Management |
| 9  | Re-elect Matthew Phillips as Director                                | For | Did Not Vote Management |
| 10 | Re-elect Steven Stanbrook as Director                                | For | Did Not Vote Management |
| 11 | Re-elect Oliver Tant as Director                                     | For | Did Not Vote Management |
| 12 | Re-elect Mark Williamson as Director                                 | For | Did Not Vote Management |
| 13 | Re-elect Karen Witts as Director                                     | For | Did Not Vote Management |
| 14 | Re-elect Malcolm Wyman as Director                                   | For | Did Not Vote Management |
| 15 | Reappoint PricewaterhouseCoopers LLP as Auditors                     | For | Did Not Vote Management |
| 16 | Authorise the Audit Committee to Fix Remuneration of Auditors        | For | Did Not Vote Management |
| 17 | Authorise EU Political Donations and Expenditure                     | For | Did Not Vote Management |
| 18 | Authorise Issue of Equity with Pre-emptive Rights                    | For | Did Not Vote Management |
| 19 | Authorise Issue of Equity without Pre-emptive Rights                 | For | Did Not Vote Management |
| 20 | Authorise Market Purchase of Ordinary Shares                         | For | Did Not Vote Management |
| 21 | Authorise the Company to Call General Meeting with Two Weeks' Notice | For | Did Not Vote Management |

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### IMPERIAL BRANDS PLC

Ticker: IMB Security ID: 45262P102  
 Meeting Date: FEB 07, 2018 Meeting Type: Annual  
 Record Date: DEC 26, 2017

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|----|---|---------|-----------|------------|
| 1  | Accept Financial Statements and Statutory Reports             | For     | For       | Management |
| 2  | Approve Remuneration Report                                   | For     | For       | Management |
| 3  | Approve Remuneration Policy                                   | For     | For       | Management |
| 4  | Approve Final Dividend  | For     | For       | Management |
| 5  | Re-elect Alison Cooper as Director                            | For     | For       | Management |
| 6  | Re-elect Therese Esperdy as Director                          | For     | For       | Management |
| 7  | Re-elect David Haines as Director                             | For     | For       | Management |
| 8  | Elect Simon Langelier as Director                             | For     | For       | Management |
| 9  | Re-elect Matthew Phillips as Director                         | For     | For       | Management |
| 10 | Re-elect Steven Stanbrook as Director                         | For     | For       | Management |
| 11 | Re-elect Oliver Tant as Director                              | For     | For       | Management |
| 12 | Re-elect Mark Williamson as Director                          | For     | For       | Management |
| 13 | Re-elect Karen Witts as Director                              | For     | For       | Management |
| 14 | Re-elect Malcolm Wyman as Director                            | For     | For       | Management |
| 15 | Reappoint PricewaterhouseCoopers LLP as Auditors              | For     | For       | Management |
| 16 | Authorise the Audit Committee to Fix Remuneration of Auditors | For     | For       | Management |
| 17 | Authorise EU Political Donations and Expenditure              | For     | For       | Management |
| 18 | Authorise Issue of Equity with Pre-emptive Rights             | For     | For       | Management |
| 19 | Authorise Issue of Equity without                             | For     | For       | Management |

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|    |  |     |     |  |            |
|----|--|-----|-----|--|------------|
|    | Pre-emptive Rights   |     |     |  |            |
| 20 | Authorise Market Purchase of Ordinary Shares                         | For | For |  | Management |
| 21 | Authorise the Company to Call General Meeting with Two Weeks' Notice | For | For |  | Management |

### LAMAR ADVERTISING COMPANY

Ticker: LAMR                      Security ID: 512816109  
 Meeting Date: MAY 17, 2018      Meeting Type: Annual  
 Record Date: MAR 19, 2018

| #   | Proposal                              | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director John E. Koerner, III   | For     | For       | Management |
| 1.2 | Elect Director Marshall A. Loeb       | For     | For       | Management |
| 1.3 | Elect Director Stephen P. Mumblow     | For     | For       | Management |
| 1.4 | Elect Director Thomas V. Reifenheiser | For     | For       | Management |
| 1.5 | Elect Director Anna Reilly            | For     | For       | Management |
| 1.6 | Elect Director Kevin P. Reilly, Jr.   | For     | For       | Management |
| 1.7 | Elect Director Wendell Reilly         | For     | For       | Management |
| 2   | Ratify KPMG LLP as Auditors           | For     | For       | Management |

### LAS VEGAS SANDS CORP.

Ticker: LVS                      Security ID: 517834107  
 Meeting Date: JUN 07, 2018      Meeting Type: Annual  
 Record Date: APR 09, 2018

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|------|--|---------|-----------|------------|
| 1    | Declassify the Board of Directors                              | For     | For       | Management |
| 2.1  | Elect Director Sheldon G. Adelson                              | For     | For       | Management |
| 2.2  | Elect Director Irwin Chafetz                                   | For     | For       | Management |
| 2.3  | Elect Director Micheline Chau                                  | For     | For       | Management |
| 2.4  | Elect Director Patrick Dumont                                  | For     | For       | Management |
| 2.5  | Elect Director Charles D. Forman                               | For     | For       | Management |
| 2.6  | Elect Director Steven L. Gerard                                | For     | For       | Management |
| 2.7  | Elect Director Robert G. Goldstein                             | For     | For       | Management |
| 2.8  | Elect Director George Jamieson                                 | For     | For       | Management |
| 2.9  | Elect Director Charles A. Koppelman                            | For     | For       | Management |
| 2.10 | Elect Director Lewis Kramer                                    | For     | For       | Management |
| 2.11 | Elect Director David F. Levi                                   | For     | For       | Management |
| 3.1  | Elect Director Micheline Chau                                  | For     | For       | Management |
| 3.2  | Elect Director Patrick Dumont                                  | For     | For       | Management |
| 3.3  | Elect Director David F. Levi                                   | For     | For       | Management |
| 4    | Ratify Deloitte & Touche LLP as Auditors                       | For     | For       | Management |
| 5    | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | Against   | Management |
| 6    | Amend Executive Incentive Bonus Plan                           | For     | For       | Management |

### MEREDITH CORPORATION

Ticker: MDP                      Security ID: 589433101

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Meeting Date: NOV 08, 2017 Meeting Type: Annual  
Record Date: SEP 08, 2017

| #   | Proposal   | Mgt Rec  | Vote Cast | Sponsor    |
|-----|--|----------|-----------|------------|
| 1.1 | Elect Director Philip A. Marineau                              | For      | For       | Management |
| 1.2 | Elect Director Elizabeth E. Tallett                            | For      | For       | Management |
| 1.3 | Elect Director Donald A. Baer                                  | For      | For       | Management |
| 1.4 | Elect Director Thomas H. Harty                                 | For      | For       | Management |
| 1.5 | Elect Director Beth J. Kaplan                                  | For      | For       | Management |
| 2   | Advisory Vote to Ratify Named Executive Officers' Compensation | For      | For       | Management |
| 3   | Advisory Vote on Say on Pay Frequency                          | One Year | One Year  | Management |
| 4   | Ratify KPMG LLP as Auditors                                    | For      | For       | Management |

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### MICROCHIP TECHNOLOGY INCORPORATED

Ticker: MCHP Security ID: 595017104  
Meeting Date: AUG 22, 2017 Meeting Type: Annual  
Record Date: JUN 28, 2017

| #   | Proposal   | Mgt Rec  | Vote Cast | Sponsor    |
|-----|--|----------|-----------|------------|
| 1.1 | Elect Director Steve Sanghi                                    | For      | For       | Management |
| 1.2 | Elect Director Matthew W. Chapman                              | For      | For       | Management |
| 1.3 | Elect Director L.B. Day  | For      | For       | Management |
| 1.4 | Elect Director Esther L. Johnson                               | For      | For       | Management |
| 1.5 | Elect Director Wade F. Meyercord                               | For      | For       | Management |
| 2   | Amend Omnibus Stock Plan                                       | For      | For       | Management |
| 3   | Ratify Ernst & Young LLP as Auditors                           | For      | For       | Management |
| 4   | Advisory Vote to Ratify Named Executive Officers' Compensation | For      | For       | Management |
| 5   | Advisory Vote on Say on Pay Frequency                          | One Year | One Year  | Management |

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### NATIONAL GRID PLC

Ticker: NG. Security ID: 636274409  
Meeting Date: JUL 31, 2017 Meeting Type: Annual  
Record Date: JUN 21, 2017

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|----|---|---------|-----------|------------|
| 1  | Accept Financial Statements and Statutory Reports | For     | For       | Management |
| 2  | Approve Final Dividend                            | For     | For       | Management |
| 3  | Re-elect Sir Peter Gershon as Director            | For     | For       | Management |
| 4  | Re-elect John Pettigrew as Director               | For     | For       | Management |
| 5  | Re-elect Andrew Bonfield as Director              | For     | For       | Management |
| 6  | Re-elect Dean Seavers as Director                 | For     | For       | Management |
| 7  | Re-elect Nicola Shaw as Director                  | For     | For       | Management |
| 8  | Re-elect Nora Brownell as Director                | For     | For       | Management |
| 9  | Re-elect Jonathan Dawson as Director              | For     | For       | Management |
| 10 | Elect Pierre Dufour as Director                   | For     | For       | Management |
| 11 | Re-elect Therese Esperdy as Director              | For     | For       | Management |
| 12 | Re-elect Paul Golby as Director                   | For     | For       | Management |
| 13 | Re-elect Mark Williamson as Director              | For     | For       | Management |
| 14 | Appoint Deloitte LLP as Auditors                  | For     | For       | Management |
| 15 | Authorise Board to Fix Remuneration of Auditors   | For     | For       | Management |

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|    |  |     |     |            |
|----|--|-----|-----|------------|
| 16 | Approve Remuneration Policy  | For | For | Management |
| 17 | Approve Remuneration Report  | For | For | Management |
| 18 | Authorise EU Political Donations and Expenditure   | For | For | Management |
| 19 | Authorise Issue of Equity with Pre-emptive Rights  | For | For | Management |
| 20 | Authorise Issue of Equity without Pre-emptive Rights   | For | For | Management |
| 21 | Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment | For | For | Management |
| 22 | Authorise Market Purchase of Ordinary Shares   | For | For | Management |
| 23 | Authorise the Company to Call General Meeting with Two Weeks' Notice   | For | For | Management |

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### PAYCHEX, INC.

Ticker: PAYX Security ID: 704326107  
 Meeting Date: OCT 11, 2017 Meeting Type: Annual  
 Record Date: AUG 14, 2017

| #  | Proposal   | Mgt Rec  | Vote Cast | Sponsor    |
|----|--|----------|-----------|------------|
| 1a | Elect Director B. Thomas Golisano                              | For      | For       | Management |
| 1b | Elect Director Thomas F. Bonadio                               | For      | For       | Management |
| 1c | Elect Director Joseph G. Doody                                 | For      | For       | Management |
| 1d | Elect Director David J.S. Flaschen                             | For      | For       | Management |
| 1e | Elect Director Phillip Horsley                                 | For      | For       | Management |
| 1f | Elect Director Grant M. Inman                                  | For      | For       | Management |
| 1g | Elect Director Martin Mucci                                    | For      | For       | Management |
| 1h | Elect Director Joseph M. Tucci                                 | For      | For       | Management |
| 1i | Elect Director Joseph M. Velli                                 | For      | For       | Management |
| 1j | Elect Director Kara Wilson                                     | For      | For       | Management |
| 2  | Advisory Vote to Ratify Named Executive Officers' Compensation | For      | For       | Management |
| 3  | Advisory Vote on Say on Pay Frequency                          | One Year | One Year  | Management |
| 4  | Ratify PricewaterhouseCoopers LLP as Auditors                  | For      | For       | Management |

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### REALTY INCOME CORPORATION

Ticker: O Security ID: 756109104  
 Meeting Date: MAY 18, 2018 Meeting Type: Annual  
 Record Date: MAR 08, 2018

| #  | Proposal                             | Mgt Rec | Vote Cast | Sponsor    |
|----|--------------------------------------|---------|-----------|------------|
| 1a | Elect Director Kathleen R. Allen     | For     | For       | Management |
| 1b | Elect Director John P. Case          | For     | For       | Management |
| 1c | Elect Director A. Larry Chapman      | For     | For       | Management |
| 1d | Elect Director Priya Cherian Huskins | For     | Against   | Management |
| 1e | Elect Director Michael D. McKee      | For     | Against   | Management |
| 1f | Elect Director Gregory T. McLaughlin | For     | For       | Management |
| 1g | Elect Director Ronald L. Merriman    | For     | Against   | Management |
| 1h | Elect Director Stephen E. Sterrett   | For     | For       | Management |
| 2  | Ratify KPMG LLP as Auditors          | For     | For       | Management |



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|   |  |     |     |            |
|---|--|-----|-----|------------|
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
|---|--|-----|-----|------------|

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### REYNOLDS AMERICAN INC.

Ticker: RAI Security ID: 761713106  
 Meeting Date: JUL 19, 2017 Meeting Type: Special  
 Record Date: JUN 12, 2017

| # | Proposal                           | Mgt Rec | Vote Cast | Sponsor    |
|---|------------------------------------|---------|-----------|------------|
| 1 | Approve Merger Agreement           | For     | For       | Management |
| 2 | Advisory Vote on Golden Parachutes | For     | Against   | Management |
| 3 | Adjourn Meeting                    | For     | For       | Management |

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### ROYAL BANK OF CANADA

Ticker: RY Security ID: 780087102  
 Meeting Date: APR 06, 2018 Meeting Type: Annual  
 Record Date: FEB 08, 2018

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|------|--|---------|-----------|------------|
| 1.1  | Elect Director Andrew A. Chisholm                | For     | For       | Management |
| 1.2  | Elect Director Jacynthe Cote                     | For     | For       | Management |
| 1.3  | Elect Director Toos N. Daruvala                  | For     | For       | Management |
| 1.4  | Elect Director David F. Denison                  | For     | For       | Management |
| 1.5  | Elect Director Alice D. Laberge                  | For     | For       | Management |
| 1.6  | Elect Director Michael H. McCain                 | For     | For       | Management |
| 1.7  | Elect Director David McKay                       | For     | For       | Management |
| 1.8  | Elect Director Heather Munroe-Blum               | For     | For       | Management |
| 1.9  | Elect Director Thomas A. Renyi                   | For     | For       | Management |
| 1.10 | Elect Director Kathleen Taylor                   | For     | For       | Management |
| 1.11 | Elect Director Bridget A. van Kralingen          | For     | For       | Management |
| 1.12 | Elect Director Thierry Vandal                    | For     | For       | Management |
| 1.13 | Elect Director Jeffery Yabuki                    | For     | For       | Management |
| 2    | Ratify PricewaterhouseCoopers LLP as Auditors    | For     | For       | Management |
| 3    | Advisory Vote on Executive Compensation Approach | For     | For       | Management |

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### ROYAL DUTCH SHELL PLC

Ticker: RDSA Security ID: 780259107  
 Meeting Date: MAY 22, 2018 Meeting Type: Annual  
 Record Date: APR 12, 2018

| # | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|---|---|---------|-----------|------------|
| 1 | Accept Financial Statements and Statutory Reports | For     | For       | Management |
| 2 | Approve Remuneration Report                       | For     | For       | Management |
| 3 | Elect Ann Godbehere as Director                   | For     | For       | Management |
| 4 | Re-elect Ben van Beurden as Director              | For     | For       | Management |
| 5 | Re-elect Euleen Goh as Director                   | For     | For       | Management |
| 6 | Re-elect Charles Holliday as Director             | For     | For       | Management |

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|    |   |         |         |             |
|----|---|---------|---------|-------------|
| 7  | Re-elect Catherine Hughes as Director                                       | For     | For     | Management  |
| 8  | Re-elect Gerard Kleisterlee as Director                                     | For     | For     | Management  |
| 9  | Re-elect Roberto Setubal as Director  | For     | For     | Management  |
| 10 | Re-elect Sir Nigel Sheinwald as Director                                    | For     | For     | Management  |
| 11 | Re-elect Linda Stuntz as Director   | For     | For     | Management  |
| 12 | Re-elect Jessica Uhl as Director  | For     | For     | Management  |
| 13 | Re-elect Gerrit Zalm as Director  | For     | For     | Management  |
| 14 | Reappoint Ernst & Young LLP as Auditors                                     | For     | For     | Management  |
| 15 | Authorise the Audit Committee to Fix Remuneration of Auditors               | For     | For     | Management  |
| 16 | Authorise Issue of Equity with Pre-emptive Rights                           | For     | For     | Management  |
| 17 | Authorise Issue of Equity without Pre-emptive Rights                        | For     | For     | Management  |
| 18 | Authorise Market Purchase of Ordinary Shares                                | For     | For     | Management  |
| 19 | Request Shell to Set and Publish Targets for Greenhouse Gas (GHG) Emissions | Against | Against | Shareholder |

### RPM INTERNATIONAL INC.

Ticker: RPM Security ID: 749685103  
 Meeting Date: OCT 05, 2017 Meeting Type: Annual  
 Record Date: AUG 11, 2017

| #   | Proposal   | Mgt Rec  | Vote Cast | Sponsor    |
|-----|--|----------|-----------|------------|
| 1.1 | Elect Director Julie A. Lagacy                                 | For      | For       | Management |
| 1.2 | Elect Director Robert A. Livingston                            | For      | For       | Management |
| 1.3 | Elect Director Frederick R. Nance                              | For      | For       | Management |
| 1.4 | Elect Director William B. Summers, Jr.                         | For      | For       | Management |
| 2   | Advisory Vote to Ratify Named Executive Officers' Compensation | For      | For       | Management |
| 3   | Advisory Vote on Say on Pay Frequency                          | One Year | One Year  | Management |
| 4   | Ratify Deloitte & Touche LLP as Auditors                       | For      | For       | Management |

### THE COCA-COLA COMPANY

Ticker: KO Security ID: 191216100  
 Meeting Date: APR 25, 2018 Meeting Type: Annual  
 Record Date: FEB 26, 2018

| #    | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|------|-------------------------------------|---------|-----------|------------|
| 1.1  | Elect Director Herbert A. Allen     | For     | For       | Management |
| 1.2  | Elect Director Ronald W. Allen      | For     | For       | Management |
| 1.3  | Elect Director Marc Bolland         | For     | For       | Management |
| 1.4  | Elect Director Ana Botin            | For     | For       | Management |
| 1.5  | Elect Director Richard M. Daley     | For     | For       | Management |
| 1.6  | Elect Director Christopher C. Davis | For     | For       | Management |
| 1.7  | Elect Director Barry Diller         | For     | For       | Management |
| 1.8  | Elect Director Helene D. Gayle      | For     | For       | Management |
| 1.9  | Elect Director Alexis M. Herman     | For     | For       | Management |
| 1.10 | Elect Director Muhtar Kent          | For     | For       | Management |
| 1.11 | Elect Director Robert A. Kotick     | For     | For       | Management |

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|      |  |     |     |            |
|------|--|-----|-----|------------|
| 1.12 | Elect Director Maria Elena Lagomasino                          | For | For | Management |
| 1.13 | Elect Director Sam Nunn  | For | For | Management |
| 1.14 | Elect Director James Quincey                                   | For | For | Management |
| 1.15 | Elect Director Caroline J. Tsay                                | For | For | Management |
| 1.16 | Elect Director David B. Weinberg                               | For | For | Management |
| 2    | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3    | Ratify Ernst & Young LLP as Auditors                           | For | For | Management |

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TIETO CORP

Ticker: TIE1V Security ID: X90409115  
 Meeting Date: MAR 22, 2018 Meeting Type: Annual  
 Record Date: MAR 12, 2018

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|----|---|---------|-----------|------------|
| 1  | Open Meeting  | None    | None      | Management |
| 2  | Call the Meeting to Order   | None    | None      | Management |
| 3  | Designate Inspector or Shareholder Representative(s) of Minutes of Meeting  | For     | For       | Management |
| 4  | Acknowledge Proper Convening of Meeting   | For     | For       | Management |
| 5  | Prepare and Approve List of Shareholders  | For     | For       | Management |
| 6  | Receive Financial Statements and Statutory Reports  | None    | None      | Management |
| 7  | Accept Financial Statements and Statutory Reports   | For     | For       | Management |
| 8  | Approve Allocation of Income and Dividends of EUR 1.4 Per Share   | For     | For       | Management |
| 9  | Approve Discharge of Board and President  | For     | For       | Management |
| 10 | Approve Remuneration of Directors in the Amount of EUR 91,000 for Chairman, EUR 55,000 for Vice Chairman, and EUR 36,000 for Other Directors; Approve Meeting Fees                    | For     | For       | Management |
| 11 | Fix Number of Directors at Seven  | For     | For       | Management |
| 12 | Reelect Kurt Jofs (Chairman), Harri-Pekka Kaukonen, Timo Ahopelto, Johanna Lamminen, Endre Rangnes and Jonas Synnergren as Directors; Elect Liselotte Hagertz Engstam as New Director | For     | For       | Management |
| 13 | Approve Remuneration of Auditors  | For     | For       | Management |
| 14 | Ratify PricewaterhouseCoopers as Auditors   | For     | For       | Management |
| 15 | Authorize Share Repurchase Program  | For     | For       | Management |
| 16 | Approve Issuance of up to 7.4 Million Shares without Preemptive Rights  | For     | For       | Management |
| 17 | Close Meeting   | None    | None      | Management |

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TOKIO MARINE HOLDINGS, INC.

Ticker: 8766 Security ID: J86298106  
 Meeting Date: JUN 25, 2018 Meeting Type: Annual  
 Record Date: MAR 31, 2018

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| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|------|---|---------|-----------|------------|
| 1    | Approve Allocation of Income, with a Final Dividend of JPY 80 | For     | For       | Management |
| 2.1  | Elect Director Sumi, Shuzo                                    | For     | For       | Management |
| 2.2  | Elect Director Nagano, Tsuyoshi                               | For     | For       | Management |
| 2.3  | Elect Director Fujii, Kunihiro                                | For     | For       | Management |
| 2.4  | Elect Director Fujita, Hirokazu                               | For     | For       | Management |
| 2.5  | Elect Director Yuasa, Takayuki                                | For     | For       | Management |
| 2.6  | Elect Director Kitazawa, Toshifumi                            | For     | For       | Management |
| 2.7  | Elect Director Nakazato, Katsumi                              | For     | For       | Management |
| 2.8  | Elect Director Mimura, Akio                                   | For     | For       | Management |
| 2.9  | Elect Director Sasaki, Mikio                                  | For     | For       | Management |
| 2.10 | Elect Director Egawa, Masako                                  | For     | For       | Management |
| 2.11 | Elect Director Mitachi, Takashi                               | For     | For       | Management |
| 2.12 | Elect Director Okada, Makoto                                  | For     | For       | Management |
| 2.13 | Elect Director Komiya, Satoru                                 | For     | For       | Management |
| 3.1  | Appoint Statutory Auditor Wani, Akihiro                       | For     | For       | Management |
| 3.2  | Appoint Statutory Auditor Mori, Shozo                         | For     | For       | Management |
| 3.3  | Appoint Statutory Auditor Otsuki, Nana                        | For     | For       | Management |

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TOTAL SA

Ticker: FP Security ID: 89151E109  
 Meeting Date: JUN 01, 2018 Meeting Type: Annual/Special  
 Record Date: APR 23, 2018

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|----|---|---------|-----------|------------|
| 1  | Approve Financial Statements and Statutory Reports  | For     | For       | Management |
| 2  | Approve Consolidated Financial Statements and Statutory Reports   | For     | For       | Management |
| 3  | Approve Allocation of Income and Dividends of EUR 2.48 per Share  | For     | For       | Management |
| 4  | Approve Stock Dividend Program (Cash or New Shares)   | For     | For       | Management |
| 5  | Authorize Repurchase of Up to 10 Percent of Issued Share Capital  | For     | For       | Management |
| 6  | Reelect Patrick Pouyanne as Director  | For     | Against   | Management |
| 7  | Reelect Patrick Artus as Director   | For     | For       | Management |
| 8  | Reelect Anne-Marie Idrac as Director  | For     | For       | Management |
| 9  | Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions   | For     | For       | Management |
| 10 | Approve Agreements with Patrick Pouyanne  | For     | For       | Management |
| 11 | Approve Compensation of Chairman and CEO  | For     | For       | Management |
| 12 | Approve Remuneration Policy of Chairman and CEO   | For     | For       | Management |
| 13 | Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights and/or Capitalization of Reserves for Bonus Issue or Increase in Par Value, up to Aggregate Nominal Amount of EUR 2.5 Billion | For     | For       | Management |
| 14 | Authorize Issuance of Equity or Equity-Linked Securities without  | For     | For       | Management |

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|    | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|----|--|---------|-----------|-------------|
|    | Preemptive Rights up to Aggregate Nominal Amount of EUR 625 Million  |         |           |             |
| 15 | Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 625 Million | For     | For       | Management  |
| 16 | Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above  | For     | For       | Management  |
| 17 | Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind                                       | For     | For       | Management  |
| 18 | Authorize Capital Issuances for Use in Employee Stock Purchase Plans   | For     | For       | Management  |
| 19 | Authorize up to 1 Percent of Issued Capital for Use in Restricted Stock Plans  | For     | For       | Management  |
| 20 | Amend Article 11 of Bylaws to Comply with Legal Changes Re: Employee Representatives   | Against | Against   | Shareholder |

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### VERMILION ENERGY INC.

Ticker: VET Security ID: 923725105  
 Meeting Date: APR 26, 2018 Meeting Type: Annual  
 Record Date: MAR 12, 2018

| #   | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|-----|--|---------|-----------|------------|
| 1   | Fix Number of Directors at Nine  | For     | For       | Management |
| 2.1 | Elect Director Lorenzo Donadeo   | For     | For       | Management |
| 2.2 | Elect Director Larry J. Macdonald  | For     | For       | Management |
| 2.3 | Elect Director Stephen P. Larke  | For     | For       | Management |
| 2.4 | Elect Director Loren M. Leiker   | For     | For       | Management |
| 2.5 | Elect Director Timothy R. Marchant   | For     | For       | Management |
| 2.6 | Elect Director Anthony W. Marino   | For     | For       | Management |
| 2.7 | Elect Director Robert B. Michaleski  | For     | For       | Management |
| 2.8 | Elect Director William B. Roby   | For     | For       | Management |
| 2.9 | Elect Director Catherine L. Williams   | For     | For       | Management |
| 3   | Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration | For     | For       | Management |
| 4   | Approve Security Based Compensation Arrangement                                | For     | For       | Management |
| 5   | Advisory Vote on Executive Compensation Approach                               | For     | For       | Management |

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### VODAFONE GROUP PLC

Ticker: VOD Security ID: 92857W308  
 Meeting Date: JUL 28, 2017 Meeting Type: Annual  
 Record Date: JUN 02, 2017

| # | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|---|---|---------|-----------|------------|
| 1 | Accept Financial Statements and Statutory Reports | For     | For       | Management |

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|    |  |     |     |            |
|----|--|-----|-----|------------|
| 2  | Re-elect Gerard Kleisterlee as Director  | For | For | Management |
| 3  | Re-elect Vittorio Colao as Director  | For | For | Management |
| 4  | Re-elect Nick Read as Director   | For | For | Management |
| 5  | Re-elect Sir Crispin Davis as Director   | For | For | Management |
| 6  | Re-elect Dr Mathias Dopfner as Director  | For | For | Management |
| 7  | Re-elect Dame Clara Furse as Director  | For | For | Management |
| 8  | Re-elect Valerie Gooding as Director   | For | For | Management |
| 9  | Re-elect Renee James as Director   | For | For | Management |
| 10 | Re-elect Samuel Jonah as Director  | For | For | Management |
| 11 | Elect Maria Amparo Moraleda Martinez as Director   | For | For | Management |
| 12 | Re-elect David Nish as Director  | For | For | Management |
| 13 | Approve Final Dividend   | For | For | Management |
| 14 | Approve Remuneration Policy  | For | For | Management |
| 15 | Approve Remuneration Report  | For | For | Management |
| 16 | Reappoint PricewaterhouseCoopers LLP as Auditors   | For | For | Management |
| 17 | Authorise the Audit and Risk Committee to Fix Remuneration of Auditors   | For | For | Management |
| 18 | Authorise Issue of Equity with Pre-emptive Rights  | For | For | Management |
| 19 | Authorise Issue of Equity without Pre-emptive Rights   | For | For | Management |
| 20 | Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment | For | For | Management |
| 21 | Authorise Market Purchase of Ordinary Shares   | For | For | Management |
| 22 | Authorise EU Political Donations and Expenditure   | For | For | Management |
| 23 | Authorise the Company to Call General Meeting with Two Weeks' Notice   | For | For | Management |

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WASTE MANAGEMENT, INC.

Ticker: WM Security ID: 94106L109  
 Meeting Date: MAY 14, 2018 Meeting Type: Annual  
 Record Date: MAR 19, 2018

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|----|--|---------|-----------|-------------|
| 1a | Elect Director Bradbury H. Anderson - Withdrawn Resolution     | None    | None      | Management  |
| 1b | Elect Director Frank M. Clark, Jr.                             | For     | For       | Management  |
| 1c | Elect Director James C. Fish, Jr.                              | For     | For       | Management  |
| 1d | Elect Director Andres R. Gluski                                | For     | For       | Management  |
| 1e | Elect Director Patrick W. Gross                                | For     | For       | Management  |
| 1f | Elect Director Victoria M. Holt                                | For     | For       | Management  |
| 1g | Elect Director Kathleen M. Mazzarella                          | For     | For       | Management  |
| 1h | Elect Director John C. Pope                                    | For     | For       | Management  |
| 1i | Elect Director Thomas H. Weidemeyer                            | For     | For       | Management  |
| 2  | Ratify Ernst & Young LLP as Auditors                           | For     | For       | Management  |
| 3  | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management  |
| 4  | Pro-rata Vesting of Equity Awards                              | Against | For       | Shareholder |

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WATSCO, INC.

Ticker: WSO Security ID: 942622200  
Meeting Date: JUN 04, 2018 Meeting Type: Annual  
Record Date: APR 06, 2018

| #   | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Steven Rubin                                    | For     | For       | Management |
| 1.2 | Elect Director George P. Sape                                  | For     | For       | Management |
| 2   | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management |
| 3   | Ratify KPMG LLP as Auditors                                    | For     | For       | Management |

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WEC ENERGY GROUP, INC.

Ticker: WEC Security ID: 92939U106  
Meeting Date: MAY 03, 2018 Meeting Type: Annual  
Record Date: FEB 22, 2018

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|------|--|---------|-----------|------------|
| 1.1  | Elect Director John F. Bergstrom                               | For     | For       | Management |
| 1.2  | Elect Director Barbara L. Bowles                               | For     | For       | Management |
| 1.3  | Elect Director William J. Brodsky                              | For     | For       | Management |
| 1.4  | Elect Director Albert J. Budney, Jr.                           | For     | For       | Management |
| 1.5  | Elect Director Patricia W. Chadwick                            | For     | For       | Management |
| 1.6  | Elect Director Curt S. Culver                                  | For     | For       | Management |
| 1.7  | Elect Director Danny L. Cunningham                             | For     | For       | Management |
| 1.8  | Elect Director William M. Farrow, III                          | For     | For       | Management |
| 1.9  | Elect Director Thomas J. Fischer                               | For     | For       | Management |
| 1.10 | Elect Director Gale E. Klappa                                  | For     | For       | Management |
| 1.11 | Elect Director Henry W. Knueppel                               | For     | For       | Management |
| 1.12 | Elect Director Allen L. Leverett                               | For     | For       | Management |
| 1.13 | Elect Director Ulice Payne, Jr.                                | For     | For       | Management |
| 1.14 | Elect Director Mary Ellen Stanek                               | For     | For       | Management |
| 2    | Ratify Deloitte & Touche LLP as Auditors                       | For     | For       | Management |
| 3    | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management |

===== END NPX REPORT

SIGNATURES

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant) Virtus Global Dividend & Income Fund Inc.

By: /s/ George R. Aylward  
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George R. Aylward, President

Date: August 22, 2018